

**IN THE UNITED STATES DISTRICT COURT FOR THE
NORTHERN DISTRICT OF OKLAHOMA**

**IN RE WILLIAMS SECURITIES)
LITIGATION)
) Case No. 02-CV-72-H(M)**

DEFENDANTS' FINAL WITNESS LIST

Defendants submit the following Final List of Non-Expert Witnesses pursuant to the Second Amended Scheduling Order entered by the Court on November 30, 2005. As discovery in this matter is ongoing, Defendants submit this list based on information reasonably available at this time and reserve the right to modify, amend or supplement this list.

Final List of Non-Expert Witnesses

Defendants state that they may call at trial one or more of the following witnesses:

Witness	Affiliation
Alva, Marlene	Davis Polk & Wardwell
Bacile, Nick	Current WMB employee
Bailey, Keith	Defendant and former WMB employee
Baird, Kayla	Ernst & Young
Band, Laurence	Lehman Brothers
Bauch, William	Former employee of CIBC
Beaudoin, Scott	Former WCG employee/ current WilTel employee
Belitz, Gary R.	Current WMB employee
Bender, Mark	Former WCG employee
Bianconi, Robert	Named Plaintiff (City of Westland Representative)
Bishop, Sara	Former WMB employee
Blake, Christopher	Citigroup
Bothof, Delwin	Former WCG employee
Bross, Matthew	Defendant and former WCG officer
Bumgarner, John C.	Defendant and former WCG officer
Bycroft, Trist	Current WMB employee
Byrne, Barbara	Lehman Brothers
Byrnes, Ed	Former WMB employee
Carmichael, Curt	Current WMB employee
Carrigan, David	Former WMB employee

Witness	Affiliation
Cavanah, Kevin	Former WCG employee
Chalmers, Duane	WMB former employee
Chapman, Hugh	WMB Outside Director Defendant
Chesson, Phillip	Former WMB employee
Chrisman, Clyde	Ernst & Young
Cockrell, Jane	Former WCG consultant
Cohn, Donald	Former WMB employee
Cornell, Tanis	Former WCG employee
Cornog, William	Former WCG employee
Corrigan, Jeff	Former WMB employee
Cox, Glen A.	WMB Outside Director Defendant
Crow, Sharon	Former WCG employee
Cruikshank, Thomas A.	WMB Outside Director Defendant
Culliton, Stephen	Current WMB employee
Davis, Charles	Former Merrill Lynch employee
Davis, Paul	CSFB employee
Davis, Scott	WMB; former WCG employee
de Verges, Martha ("Mardi")	Former WCG employee/ current WilTel employee
DeLeo, Tim	Ernst & Young
Dokas, Elias	Blackstone employee
Dolan, Dan	Ernst & Young
Dutton, James	Former WCG employee
Dzubec, Frank	Third-party Telecommunication Industry Analyst
Elder, Jennifer	Former WMB employee
Emanuel, David	Former WMB employee
Ezell, Mark	Ernst & Young
Fitzgerald, Bob	Former WCG employee
Fleming, Debra ("Debbie")	Former WMB employee
Floerke, Greg	Former WCG employee
Gallagher, Timothy	Former WCG employee
George, Richard	Current WMB employee
Gewirtz, Michael	CIBC
Goodman, Jennings	Current WMB employee
Green, William E.	WMB Outside Director Defendant
Greenwood, Floyd	Independent Analyst - Prudential Securities
Gunderman, Kenneth	Lehman Brothers
Hanson, James	Citigroup
Herndon, Blake	Former WMB employee
Hickl, Greg	Current WMB employee
Hill, Thad	Former Boston Consulting Group employee
Hobbs, Bill	WMB

Witness	Affiliation
Horvath, Chris	Ernst & Young
Howell, W.R.	WMB Outside Director Defendant
Ireland, Ross	Former WCG Director
Ivey, James	Former WMB employee
Jamieson, Michael	UBS
Janzen, Howard	Defendant and former WCG officer
Johnson, Kenneth	Loomis
Johnson, Michael	Current WMB employee
Jordan, Jeffrey	Named Plaintiff
Joung, Chansoo	Former Goldman Sachs employee
Junek, Lydia	Former Citigroup employee
Kalika, Howard S.	Defendant and former WCG officer
Kalin, Sharon	Athene Coronado
Key, Donald	Ernst & Young
Kinnear, Ken	Defendant and former WCG officer
Kirkendoll, Norman	Named Plaintiff
Kosseff, Gary	Named Plaintiff
Koures, Bill	Former WMB employee
Kurtzman, Pamela	Bank of America
Lafaire, Anthony	Merrill Lynch
Laskey, Steve	Ernst & Young
Lawless, Jeff	Ernst & Young
Lawless, Robert	Former WCG Director
Leahy, Patricia (Kraft)	Former WCG employee
Lewis, James C.	WMB Outside Director Defendant
Lillis, Charles M.	WMB Outside Director Defendant
Listen, Herb	Ernst & Young
Lorch, George A.	WMB Outside Director Defendant
MacInnis, Frank T.	WMB Outside Director Defendant
Malcolm, Steven	Defendant, and Member, WMB Board of Directors
Malone, David	Named Plaintiff (Arkansas Teachers Representative)
Manning, Sandra	WMB employee
Martin, Jason	Former WCG employee
Martin, Richard	Former WCG employee
McBee-Roberts, Heather	Current WMB employee
McCarthy, Jack	Defendant and former WMB employee
McCoy, Bob	Defendant and former WCG officer
McGuier, Russ	Former WCG employee
Means, Tonya	Current WMB employee
Meinig, Peter	WMB Outside Director Defendant
Meruelo, Alex	Lead Plaintiff – WCG subclass

Witness	Affiliation
Mode, David	Citigroup
Mogil, Todd	Citigroup
Moran, James	CSFB
Morris, Ben	Current WMB employee
Mucci, Ronald	Current WMB employee
Murray, Steve	Ernst & Young
Neale, Dan	Ernst & Young
Nelson, John	Current WMB employee
Nesland, John	Lehman Brothers
Norris, Jay	Ernst & Young
O'Malley, Brian	Named Plaintiff (Local 710 Representative)
O'Niell, Desiree	Ernst & Young
Padfield, Michael	Named Plaintiff (Ontario Teachers Representative)
Palmer, Andrew	ASB Capital
Park, James	Merrill Lynch
Parker, Gordon R.	WMB Outside Director Defendant
Pierce, Robert	Lehman Brothers
Poudrier, Ray	Former WMB employee
Rackley, Tony	Current WMB employee
Rao, U.K.	Current WMB employee
Redman, Jim	Ernst & Young
Reingold, Sharna	Current WMB employee
Resewehr, Kirk	Current WMB employee
Rodekohr, Rick	Current WMB employee
Ross-Dronzek, Nancy	Former WCG employee
Rothrock, Jack	Former WMB employee
Russell, Denise	Former WMB employee
Safran, Andrew	Citigroup
Saville, Paul	Former WCG employee/ current WilTel employee
Scalzo, Phil	Current WMB employee
Schmigle, Patti	Former WCG employee
Schooley, Kathryn	Current WMB employee
Schubert, Scott	Defendant and former WCG officer
Seery, James	Lehman Brothers
Selman, Michael	Former WMB employee
Semple, Frank	Defendant and former WCG officer
Silver, Ronald	Named Plaintiff (City of Miami Representative)

Witness	Affiliation
Skinner, Brian	Former WMB employee
Spears, Daniel	Banc of America Securities LLC
Stoney, Janice D.	WMB Outside Director Defendant
Storey, Jeff	Former WCG employee/ current WilTel employee
Stowe, Greg	Ernst & Young
Strauss, Norm	Ernst & Young
Sudler, Glenn	Current WMB employee
Suhr, Matt	Former WMB employee
Sullivan, Jonathan	Former Ernst & Young employee
Sunderman, Andrew	Current WMB employee
Taylor, Carlyn	Former PWC employee/ current FTI employee
Teter, Scott	Former WCG employee/ current WilTel employee
Tevebaugh, Holly	Current WMB employee
Thompson, Brian	Former WCG Director
Tilney, Schuyler	Merrill Lynch
Timmermans, Ted	Current WMB employee
Tims, Brian	Ernst & Young
Traill, Robert	Former WCG employee
Turner, Michael	Ernst & Young
Underberg, Scott	Ernst & Young
Vann, Kevin	Current WMB employee
Vitt, Lawrence	Former WCG employee/ current WilTel employee
VonGlahn, William	Former WCG/WMB employee
Wanek, Steven	Capital Guardian
Weil, Parker	Merrill Lynch
Williams, Joseph H.	WMB Outside Director Defendant
Williams, S. Miller	Former WCG employee
Williamson, John	Ernst & Young
Woodiel, Jack	Bank of America
Wright, Phillip	Current WMB employee
Wu, Claire	Current WMB employee
Zajac, Ronald	Named Plaintiff (City of Detroit Representative)
All future deponents to whom Defendants do not object.	
All witnesses listed by parties other than Defendants to whom Defendants do not object.	

Discovery is ongoing and the Defendants reserve the right to revise this list accordingly.

This list only addresses fact witnesses; expert witnesses for the Defendants will be disclosed at the appropriate time.

The Defendants reserve the right to add additional witnesses as their identities or relevance become known, or to otherwise modify, amend or supplement the list of witnesses set forth above. Moreover, the foregoing list does not include witnesses to be called for purposes of impeachment or rebuttal.

Respectfully submitted,

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CERTIFICATE OF SERVICE

I hereby certify that on the 15th day of December, 2005, I electronically transmitted the foregoing document to the Clerk of Court using the ECF System for filing and transmittal of a Notice of Electronic Filing to the following ECF registrants:

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and to the remaining parties on the Master Service List in this matter, via e-mail or first class mail, if so specified thereon.

s/Stephanie A. Horton

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